

PEPPER HAMILTON LLP  
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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

IN RE:	:	Chapter 11
	:	Case No. 05-44481 (RDD)
DELPHI CORPORATION, <u>et al.</u> ,	:	
	:	(Jointly Administered)
Debtors.	:	
	:	
	:	
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**STATEMENT OF REPRESENTATION BY PEPPER HAMILTON LLP  
OF MORE THAN ONE CREDITOR PURSUANT TO RULE 2019 OF  
THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

Pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure, Pepper Hamilton LLP submits this Verified Statement and represents as follows:

1. Pepper Hamilton has been retained to represent four creditors and one former officer in the above referenced bankruptcy cases and has advised three creditors on matters involved in the above referenced bankruptcy cases, as described below:

a. **Advanced Decorative Systems – Kamagraph** (“Kamagraph”), located at Kaumagraph Flint Corporation, 4705 Industrial Drive, Millington, MI 48746. Kamagraph provides dash board templates to the Debtors. Pepper Hamilton LLP has not entered its appearance on behalf of Kamagraph; however, Dennis Kayes, a partner with Pepper Hamilton LLP’s Detroit office, has advised Kamagraph with respect to arranging post-petition payment terms with the Debtors.

b. **Ametek, Inc.** and its divisions and affiliates, **Ametek Dixon,**  
**Rotron, Inc.** and **Taylor Hobson Precision,** with headquarters located at Ametek, Inc., 37  
North Valley Road, Building 4, PO Box 1764, Paoli, PA 19301-0801. Ametek, Inc. provides  
various types of equipment to the Debtors and performs repair work on this equipment. Ametek  
Dixon provides various types of equipment to the Debtors and performs repair work in this  
equipment. Rotron, Inc. manufactures component parts for the Debtors for use in the Debtors'  
product line with General Motors Corporation. Taylor Hobson Precision provides various types  
of equipment to the Debtors and performs repair work on this equipment. Ametek, Inc. has a  
general unsecured claim against the Debtors for equipment and repair work in an amount not less  
than approximately \$35,000. Ametek Dixon held a pre-petition claim against the Debtors of  
approximately \$15,000, which amount has been paid by the Debtors. Rotron, Inc. has a general  
unsecured claim against the Debtors for component parts in an amount not less than  
approximately \$10,000. Taylor Hobson Precision has a general unsecured claim against the  
Debtors for equipment and repair work in an amount not less than \$7,354.50. Ametek, Inc. and  
its divisions and affiliates are pre-existing clients of Pepper Hamilton LLP. This matter is being  
handled by J. Gregg Miller, a partner and Anne Marie Aaronson, an associate, with Pepper  
Hamilton LLP's Philadelphia office. Pepper Hamilton LLP has not yet entered its appearance on  
behalf of Ametek, Inc. and its subsidiaries, but intends to do so.

c. **Eftec,** located at 2710 Bellingham Drive, Suite 100, Troy,  
Michigan 48083. Eftec supplies materials used by the Debtors to manufacture batteries. Eftec is  
a defendant in a lawsuit filed in Oakland County (Michigan) Circuit Court by the Debtors that  
was recently settled. Eftec has or may have general unsecured claims, reclamation claims and/or  
administrative priority claims against the Debtors for product supplied to the Debtors. Eftec is a

pre-existing client of Pepper Hamilton LLP. This matter was handled by Abraham Singer, a partner with Pepper Hamilton LLP's Detroit office. Pepper Hamilton LLP has not entered its appearance on behalf of Eftec.

d. **ExxonMobil Corporation** ("ExxonMobil") located in Fairfax, Virginia. ExxonMobil provides lubricants and specialty oils to the Debtors. ExxonMobil has or may have general unsecured claims, reclamation claims and/or administrative priority claims against the Debtors for lubricants and specialty oils delivered to the Debtors. ExxonMobil is a pre-existing client of Pepper Hamilton LLP. This matter is being handled by Bonnie MacDougal-Kistler, Of Counsel with Pepper Hamilton LLP's Philadelphia office. Pepper Hamilton LLP has not entered its appearance on behalf of ExxonMobil.

e. **Paul Free**, former Chief Administrative Officer and Controller of Delphi Corporation. Mr. Free has or may have general unsecured claims and/or administrative priority claims, including claims for indemnification and advancement of legal fees and expenses, against the Debtors in a currently undetermined amount. Richard Rossman, Of Counsel with Pepper Hamilton LLP's Detroit office, represents Mr. Free as part of an ongoing investigation by the Securities Exchange Commission into alleged accounting irregularities at Delphi Corporation. Mr. Free is also named as a co-defendant with Delphi Corporation in several securities and ERISA class action lawsuits filed against Delphi Corporation. Pepper Hamilton LLP has entered its appearance in the consolidated putative class action securities cases on behalf of Paul Free, but has not yet entered its appearance on behalf of Mr. Free in the Debtors' bankruptcy cases.

f. **Henkel Corporation**, located at The Triad, Suite 200, 2000 Renaissance Blvd., Gulph Mills, PA 19406. Henkel Corporation provides chemicals to the Debtors. Henkel Corporation has or may have general unsecured claims, reclamation claims and/or administrative priority claims against the Debtors for chemicals delivered to the Debtors in an unliquidated amount. Henkel Corporation is a pre-existing client of Pepper Hamilton LLP. Prior to October 8, 2005 (the "Petition Date"), Dennis Kayes, a partner with Pepper Hamilton LLP's Detroit office, advised Henkel Corporation with respect to negotiating payment terms with the Debtors. Following the Petition Date, Dennis Kayes has been advising Henkel Corporation regarding a possible sale of its claim. Pepper Hamilton LLP has not entered an appearance on behalf of Henkel Corporation.

g. **SKF USA Inc.**, located at 1111 Adams Ave Norristown, PA 19403-2403. SKF USA Inc. provides ball bearings and seals to the Debtors. SKF USA Inc. alleges that, as of the petition date, it held pre-petition general unsecured claims, reclamation claims and/or administrative priority claims against one or more of the Debtors for ball bearings and seals delivered to the Debtors in an amount not less than \$633,852.21, certain of SKF's pre-petition claims against the Debtors have been assigned to one or more third-parties. SKF USA Inc. continues to have business dealings with the Debtors during the post-petition period under certain agreements (some or all of which may be executory contracts under section 365 of the United States Bankruptcy Code). SKF USA Inc. is a pre-existing client of Pepper Hamilton LLP. This matter is being handled by Henry J. Jaffe, a partner with Pepper Hamilton LLP's Wilmington office. Henry J. Jaffe and James C. Carignan, an associate with Pepper Hamilton LLP's Wilmington Office, have entered their appearances on behalf of SKF USA Inc.

h. **Teleflex Incorporated**, and its affiliated companies, Capro, Ltd., Teleflex Automotive Manufacturing Corporation and Sierra International, Inc., each having an address in Limerick, Pennsylvania (collectively, “Teleflex”). Teleflex provides goods to the Debtors and has general unsecured claims, reclamation claims and/or administrative priority claims against the Debtors for goods delivered to the Debtors in an amount not less than \$1.2 million. Teleflex is a pre-existing client of Pepper Hamilton LLP. This matter is being handled by Francis J. Lawall, a partner with Pepper Hamilton LLP’s Philadelphia office, and Bonnie MacDougal-Kistler, Of Counsel with Pepper Hamilton LLP’s Philadelphia office. Pepper Hamilton LLP has entered its appearance on behalf of Capro, Ltd.

2. After due inquiry, upon information and belief, Pepper Hamilton LLP does not own any claims against or interests in the Debtors.

3. Pepper Hamilton LLP has complied with its ethical obligations with respect to advising its clients with respect to this concurrent representation.

4. Pepper Hamilton LLP’s current representation of the parties herein are separate representations. The clients listed above do not compromise a committee of any kind.

5. Pepper Hamilton LLP has no written contracts of representation with the clients listed above other than ordinary and usual retainer/engagement letters.

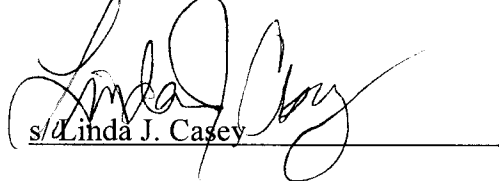
6. Pepper Hamilton LLP may also represent other clients in matters pertaining to the Debtors and in the future may undertake other engagements. Those representations may or may not result in representations in these jointly administered bankruptcy cases. If additional representations are undertaken, this Statement shall be supplemented.

7. Pepper Hamilton LLP and its clients reserve the right to amend and supplement this document regarding the priority and amount of the claims referred to herein. This statement is provided without prejudice to the right of Pepper Hamilton LLP and its clients to file any further statements, claims, proofs of claim, adversary complaints, documents, notices or pleadings whatsoever in these bankruptcy proceedings.

I, Linda J. Casey, after due inquiry, declare under penalty of perjury, pursuant to 28 U.S.C. § 1746, that the facts set forth in this Verified Statement are true and correct to the best of my knowledge, information and belief.

Dated: April 4, 2006

PEPPER HAMILTON LLP



s/ Linda J. Casey

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